

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

In re

BRAC GROUP, INC., *et al.*,

Debtors.

Case No. 02-12152 (RB)

Bk. Adv. Proc. 03-54271 (RB)

BRAC GROUP, INC., *et al.*,

Plaintiffs-Appellees,

v.

JAEBAN (U.K.) LIMITED,

Defendant, and

IBRAHIEM JAEBAN,

Defendant-Appellant.

Civil Action No. 05-259-KAJ

**APPELLANT'S DESIGNATION OF RECORD AND
STATEMENT OF ISSUES ON APPEAL**

Pursuant to Rule 6 of the Federal Rules of Appellate Procedure and Rule 8006 of the Federal Rules of Bankruptcy Procedure, Budget Rent-A-Car International, Inc. (the "Appellant"), hereby lists the following items for inclusion in the record, and designates the statement of issues to be presented, with respect to the Notice of Appeal filed on August 23, 2005, from the Order of the Honorable Kent A. Jordan, entered on August 5, 2005.

DESIGNATION OF RECORD**A. The Docket of the United States District Court for the District of Delaware**

Date Filed	#	Docket Text
05/03/2005	<u>1</u>	Notice of APPEAL FROM BANKRUPTCY COURT appealing the Orders entered on 12/16/04, 1/16/05, 3/9/05 by The Hon. Charles G. Case II in Bankruptcy case number 02-12152. Fee Status Paid.- filed by Jaeban (U.K.) Limited. (Attachments: # <u>1</u> 1/12/05 Order being appealed# <u>2</u> 3/4/05 Mem Order being appealed# <u>3</u> 12/14/04 Mem Opinion being Appealed# <u>4</u> BK Transmittal)(mwm,) (Entered: 05/03/2005)
05/03/2005	<u>2</u>	DESIGNATION OF RECORD and STATEMENT OF ISSUES on Appeal filed by Jaeban (U.K.) Limited. Designated Items are on file with the United States Bankruptcy Court for the District of Delaware (mwm,) (Entered: 05/03/2005)
05/03/2005	<u>3</u>	COUNTERDESIGNATION OF RECORD on Appeal filed by Brac Group Inc. (DI #71 was not attached due to it being over 2.5 MB) (Attachments: # <u>1</u> DI #9# <u>2</u> DI #17# <u>3</u> DI #19# <u>4</u> DI #22# <u>5</u> DI #24# <u>6</u> DI #25# <u>7</u> DI #29# <u>8</u> DI #36# <u>9</u> DI #37# <u>10</u> DI #39# <u>11</u> DI #48# <u>12</u> DI #52# <u>13</u> DI #55# <u>14</u> DI #59# <u>15</u> DI #68# <u>16</u> DI #69)(mwm,) (Entered: 05/03/2005)
05/03/2005	<u>4</u>	NOTICE of Docketing Bankruptcy Appeal. (mwm,) (Entered: 05/03/2005)
05/11/2005		Case assigned to Judge Kent A. Jordan. Please include the initials of the Judge (KAJ) after the case number on all documents filed. (rjb,) (Entered: 05/11/2005)
05/19/2005	<u>5</u>	Joint MOTION to Expedite <i>Appeal</i> - filed by Brac Group Inc.. (Morton, Edmon) (Entered: 05/19/2005)
05/19/2005	<u>6</u>	Letter to The Honorable Kent A. Jordan from Edmon L. Morton regarding enclosing courtesy copy of Joint Motion to Expedite Appeal re <u>5</u> Joint MOTION to Expedite <i>Appeal</i> . (Morton, Edmon) (Entered: 05/19/2005)
05/23/2005	<u>7</u>	ORDER granting <u>5</u> Motion to Expedite briefing on appeal: opening br. 5/26/05, answering br. 6/15/05, reply br. 6/27/05, oral argument 7/15/05 at 4:30 p.m. Signed by Judge Kent A. Jordan on 5/23/05. (ntl,) (Entered: 05/23/2005)

05/23/2005		Set Briefing Schedule: Opening Brief due 5/26/2005. Answering Brief due 6/15/2005. Reply Brief due 6/27/2005. (ntl,) (Entered: 05/23/2005)
05/23/2005		Argument on Bankruptcy Appeal set for 7/15/2005 04:30 PM in Courtroom 6A before Honorable Kent A. Jordan. (ntl,) (Entered: 05/23/2005)
05/24/2005	<u>8</u>	AFFIDAVIT of Gurpal Singh Johal re <u>6</u> Letter Regarding <i>MOTION to Expedite Appeal</i> . (Docket No. 5) filed by Brac Group Inc.. (Morton, Edmon) (Entered: 05/24/2005)
05/24/2005	<u>9</u>	MOTION for Pro Hac Vice Appearance of Attorney Kenneth E. Wile, Esq. - filed by Brac Group Inc.. (Morton, Edmon) (Entered: 05/24/2005)
05/26/2005	<u>10</u>	OPENING BRIEF in Support " <i>APPELLANT'S OPENING BRIEF</i> " filed by Ibrahim Jaeban. Answering Brief/Response due date per Local Rules is 6/10/2005. (Sullivan, Brian) (Entered: 05/26/2005)
05/27/2005		SO ORDERED, re <u>9</u> MOTION for Pro Hac Vice Appearance of Attorney Kenneth E. Wile, Esq. filed by Brac Group Inc. Signed by Judge Kent A. Jordan on 5/27/05. (ntl,) (Entered: 05/27/2005)
06/14/2005	<u>11</u>	STIPULATION Regarding Briefing Schedule by Brac Group Inc.. (Enos, Kenneth) (Entered: 06/14/2005)
06/16/2005		SO-ORDERED Stipulation <u>11</u> setting briefing schedule: Appellee Brief due by 6/17/2005. Appellant Reply Brief due by 6/30/2005. Signed by Judge Kent A. Jordan on 6/16/05. (rwc,) (Entered: 06/16/2005)
06/17/2005	<u>12</u>	REPLY BRIEF of Appellee Budget Rent-A-Car International, Inc. filed by Brac Group Inc.. (Attachments: # <u>1</u> Certificate of Service)(Morton, Edmon) (Entered: 06/17/2005)
06/17/2005	<u>13</u>	Compendium of Unreported Decisions re <u>12</u> Reply Brief by Brac Group Inc.. (Attachments: # <u>1</u> Part 2# <u>2</u> Part 3# <u>3</u> Part 4# <u>4</u> Part 5# <u>5</u> Part 6# <u>6</u> Certificate of Service)(Enos, Kenneth) (Entered: 06/17/2005)

06/17/2005	<u>14</u>	APPENDIX re <u>13</u> Compendium of Unreported Decisions, <u>12</u> Reply Brief of Appellee Budget Rent-A-Car International, Inc. ("BRACII") by Brac Group Inc.. (Attachments: # <u>1</u> Exhibit 1# <u>2</u> Exhibit 2# <u>3</u> Exhibit 3# <u>4</u> Exhibit 4# <u>5</u> Exhibit 5 (Part 1)# <u>6</u> Exhibit 5 (Part 2)# <u>7</u> Exhibit 6# <u>8</u> Exhibit 7# <u>9</u> Exhibit 8# <u>10</u> Exhibit 9# <u>11</u> Exhibit 10 (Part 1)# <u>12</u> Exhibit 10 (Part 2)# <u>13</u> Exhibit 11# <u>14</u> Exhibit 12# <u>15</u> Exhibit 13# <u>16</u> Exhibit 14# <u>17</u> Exhibit 15 (Part 1)# <u>18</u> Exhibit 15 (Part 2)# <u>19</u> Exhibit 16 (Part 1)# <u>20</u> Exhibit 16 (Part 2)# <u>21</u> Exhibit 17# <u>22</u> Exhibit 18# <u>23</u> Certificate of Service)(Enos, Kenneth) (Entered: 06/17/2005)
06/29/2005	<u>15</u>	Joint STIPULATION TO EXTEND TIME Filing of Reply Brief to July 5, 2005 - filed by Ibrahiem Jaeban. (Wilcox, Robert) (Entered: 06/29/2005)
06/30/2005		SO ORDERED, re <u>15</u> Joint STIPULATION TO EXTEND TIME: Appellant Reply Brief due by 7/5/2005. Signed by Judge Kent A. Jordan on 6/30/05. (rwc,) (Entered: 06/30/2005)
07/05/2005	<u>16</u>	REPLY BRIEF of Appellant Ibrahiem Jaeban filed by Ibrahiem Jaeban. (Sullivan, Brian) (Entered: 07/05/2005)
07/05/2005	<u>17</u>	APPENDIX re <u>16</u> Reply Brief (Volume I) by Ibrahiem Jaeban. (Attachments: # <u>1</u> Appendix volume 1, tab 4# <u>2</u> Appendix Volume 1, Tab 5 part 1# <u>3</u> Appendix volume 1, tab 5 part 2# <u>4</u> Appendix tab 5, part 2# <u>5</u> Appendix Volume 1, tab 6# <u>6</u> Appendix Volume 1, tab 7 part 1# <u>7</u> Appendix Volume 1, tab 7 part 2# <u>8</u> Appendix volume 1, tab 8, part 1 a# <u>9</u> Appendix volume 1, tab 8, part 1b# <u>10</u> Appendix volume 1, tab 8, part 2)(Sullivan, Brian) Additional attachment(s) added on 7/6/2005 (rwc,). (Entered: 07/05/2005)
07/05/2005	<u>18</u>	APPENDIX (Volume II) by Ibrahiem Jaeban. (Attachments: # <u>1</u> Appendix Volume II, Tab 10# <u>2</u> Appendix Volume II, tab 11# <u>3</u> Appendix Volume II, tab 12# <u>4</u> Appendix Volume II, tab 13# <u>5</u> Appendix volume II, tab 14# <u>6</u> Appendix Volume II, tab 15# <u>7</u> Appendix Volume II, tab 16, part 1# <u>8</u> Appendix volume II, tab 16, part II# <u>9</u> Appendix Volume II, tab 16, part 3)(Brown, Amy) Additional attachment(s) added on 7/6/2005 (rwc,). (Entered: 07/05/2005)

07/05/2005	<u>19</u>	APPENDIX re <u>16</u> Reply Brief (<i>Volume 3</i>) by Ibrahiem Jaeban. (Attachments: # <u>1</u> Appendix Volume 3, Tab 18# <u>2</u> Appendix Volume 3, Tab 19, part 1# <u>3</u> Appendix Volume 3, tab 19 part 2# <u>4</u> Appendix volume 3, tab 19 part 3# <u>5</u> Appendix volume 3, tab 20# <u>6</u> Appendix volume 3, tab 21 part 1# <u>7</u> Affidavit volume 3, tab 21 part 2# <u>8</u> Appendix volume 3, tab 21, part c# <u>9</u> Appendix volume 3, tab 22, part 1# <u>10</u> Appendix volume 3, tab 22 part 2)(Sullivan, Brian) Additional attachment(s) added on 7/6/2005 (rwc,). (Entered: 07/05/2005)
07/05/2005	<u>20</u>	APPENDIX (<i>Volume IV</i>) by Ibrahiem Jaeban. (Attachments: # <u>1</u> Appendix Volume IV, tab 26 and 27# <u>2</u> Appendix Volume IV, tab 28 Part 1# <u>3</u> Appendix Volume IV, Tab 28, part 2# <u>4</u> Appendix Volume IV, tab 29# <u>5</u> Appendix Volume IV, tab 30# <u>6</u> Appendix Volume IV, tab 31)(Brown, Amy) Additional attachment(s) added on 7/6/2005 (rwc,). (Entered: 07/05/2005)
07/15/2005	<u>21</u>	ORDER, Setting Argument on Bankruptcy Appeal for 8/4/2005 02:00 PM in Courtroom 6A before Honorable Kent A. Jordan. Signed by Judge Kent A. Jordan on 7/15/05. (rwc,) (Entered: 07/15/2005)
08/04/2005		Minute Entry for proceedings held before Judge Kent A. Jordan : Argument on Bankruptcy Appeal held on 8/4/2005. (Court Reporter B. Gaffigan.) (rwc,) (Entered: 08/05/2005)
08/04/2005	<u>22</u>	STENO NOTES for 8/4/05 filed by Court Reporter: B. Gaffigan. (Notes on file in Clerk's Office) (rwc,) (Entered: 08/05/2005)
08/05/2005	<u>23</u>	ORDER - that the Order of the U.S. Bankruptcy Court dated 1/12/05 is REVERSED; the Order of the U.S. Bankruptcy Court dated 3/4/05 is REVERSED; the case is REMANDED as directed by this Order. ***Civil Case Terminated.. Signed by Judge Kent A. Jordan on 8/5/05. (rwc,) (Entered: 08/05/2005)
08/05/2005	<u>24</u>	TRANSCRIPT Re: Argument on Bankruptcy Appeal held on 8/4/05 before Judge Jordan. Court Reporter: B. Gaffigan. (Transcript on file in Clerk's Office) (rwc,) (Entered: 08/05/2005)
08/23/2005	<u>25</u>	NOTICE OF APPEAL of <u>23</u> Order,, Terminated Case,. Appeal filed by Brac Group Inc.. Time of Filing: 2:27 PM. (Attachments: # <u>1</u> Certificate of Service)(Enos, Kenneth) (Entered: 08/23/2005)
08/23/2005		USCA Appeal Fees received: \$ 255, receipt number 140420 re <u>25</u> Notice of Appeal (Third Circuit) filed by Brac Group Inc., Transcript Purchase Order issued by USDC Clerk's Office. (els,) (Entered: 08/23/2005)

08/29/2005	<u>26</u>	NOTICE of Docketing from USCA for the Third Circuit for Notice of Appeal (Third Circuit) filed by Brac Group Inc. USCA Case Number: 05-3983. USCA Case Manager: Anthony Infante. (DOCUMENT IS RESTRICTED AND CAN ONLY BE VIEWED BY COURT STAFF)(ai) (Entered: 08/29/2005)
------------	-----------	---

B. The Record on Appeal Before the United States District Court for the District of Delaware

Filing Date	#	Docket Text
07/09/2003	<u>1</u>	Complaint by BRAC Group, Inc. (f/k/a Budget Group, Inc.) against Jaeban (U.K.) Limited. Receipt Number 067099, Fee Amount \$150 Nature of Suit: 498 (Other). (Attachments: # <u>1</u> Exhibit A# <u>2</u> Exhibit B# <u>3</u> Exhibit B# <u>4</u> Exhibit C) (Lunn, Matthew) Modified on 7/10/2003 (BJM). Modified on 5/11/2005 (SDJ,). (Entered: 07/09/2003)
08/22/2003	<u>6</u>	Answer to Complaint , <i>Affirmative Defenses and</i> , Counterclaim by Jaeban (U.K.) Limited against BRAC Group, Inc. (f/k/a Budget Group, Inc.) Filed by Jaeban (U.K.) Limited (Attachments: # <u>1</u> Exhibit Exhibit A# <u>2</u> Certificate of Service Certificate of Service)(Briggs, Thomas) (Entered: 08/22/2003)
09/09/2003	<u>9</u>	Pre-Trial Scheduling Order Signed on 9/9/2003 (MDE,) (Entered: 09/11/2003)
09/23/2003	<u>10</u>	Answer to Complaint with Counterclaim <i>Debtors' Answer and Affirmative Defenses to the Counterclaims of Defendant Jaeban (U.K.) Limited</i> (related document(s) <u>6</u>) Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.) (Morton, Edmon) (Entered: 09/23/2003)
09/29/2003	<u>11</u>	Notice of Service (<i>Joint First Request for Production of Documents to Jaeban (UK) Limited</i>) Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.) (Lunn, Matthew) (Entered: 09/29/2003)
10/03/2003	<u>14</u>	Notice of Service Filed by Jaeban (U.K.) Limited. (Briggs, Thomas) (Entered: 10/03/2003)

11/26/2003	<u>16</u>	Notice of Service of <i>Joint Second Request for Production of Documents to Jaeban (UK) Limited</i> Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.), OFFICIAL COMMITTEE OF UNSECURED CREDITORS (Morton, Edmon) (Entered: 11/26/2003)
12/09/2003	<u>17</u>	Motion to Amend <i>//Plaintiffs' and Plaintiffs' Intervenor's Motion for a Revised Pre-Trial Schedule in Light of Defendant's U.K. Administrative Receivership</i> Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.), OFFICIAL COMMITTEE OF UNSECURED CREDITORS Hearing scheduled for 12/17/2003 at 10:30 AM (check with court for location). Objections due by 12/16/2003. (Morton, Edmon) (Entered: 12/09/2003)
12/17/2003	<u>19</u>	Pre-Trial Scheduling Order (REVISED) -Order Signed on 12/17/2003. (MDE,) (Entered: 12/23/2003)
12/30/2003	<u>20</u>	Notice of Service of <i>Jaeban (U.K.) Limiteds Reponses to Joint Second Request for Production of Documents</i> (related document(s) <u>16</u>) Filed by Jaeban (U.K.) Limited (related document(s) <u>16</u>). (Briggs, Thomas) (Entered: 12/30/2003)
01/02/2004	<u>21</u>	Notice of Service <i>re: Defendant/Counterclaim Plaintiff's First Request For Production Of Documents Directed To Plaintiffs/Counterclaim Defendants</i> Filed by Jaeban (U.K.) Limited. (Briggs, Thomas) (Entered: 01/02/2004)
01/07/2004	<u>22</u>	Motion to Withdraw as Attorney -- <i>Motion to Withdraw as counsel for defendant Jaeban (UK), Ltd.</i> -- terminating Thomas W. Briggs Filed by Morris Nichols Arsht & Tunnell. (Attachments: # <u>1</u> Proposed Form of Order # <u>2</u> Certificate of Service) (Briggs, Thomas) (Entered: 01/07/2004)
		Transcript of January 12, 2004 Hearing
01/12/2004	<u>23</u>	Order Granting Morris Nichols' Motion to Withdraw as Counsel. (related document(s) <u>22</u>) Order Signed on 1/12/2004. (LCN,) Modified on 1/13/2004 changing order signed date (LCN,). (Entered: 01/13/2004)

01/16/2004	<u>24</u>	Motion For Summary Judgment (<i>PARTIAL</i>) and Turnover of 327,944.09 Admitted to be Owed Plaintiffs in Light of Defendant's U.K. Administrative Receivership Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.). Hearing scheduled for 2/4/2004 at 10:00 AM at Alternate Meeting Site. Objections due by 1/30/2004. (Attachments: # <u>1</u> Notice # <u>2</u> Exhibit A & B to Motion# <u>3</u> Affidavit of Kenneth E. Wile# <u>4</u> Exhibit A - Wile Affidavit# <u>5</u> Exhibit B, Part 1 - Wile Affidavit# <u>6</u> Exhibit B, Part 2 - Wile Affidavit# <u>7</u> Exhibit C, Part 1 - Wile Affidavit# <u>8</u> Exhibit C, Part 2 - Wile Affidavit# <u>9</u> Affidavit of Patrick Corr# <u>10</u> Exhibit PHMC 1 - Corr Affidavit# <u>11</u> Exhibit PHMC 2 - Corr Affidavit# <u>12</u> Exhibit PHMC 3, Part 1 - Corr Affidavit# <u>13</u> Exhibit PHMC 3, Part 2 - Corr Affidavit# <u>14</u> Exhibit PHMC 3, Part 3 - Corr Affidavit# <u>15</u> Exhibit PHMC 3, Part 4 - Corr Affidavit# <u>16</u> Exhibit PHMC 3, Part 4 - Corr Affidavit# <u>17</u> Exhibit PHMC 3, Part 6 - Corr Affidavit# <u>18</u> Exhibit PHMC 3, Part 7 - Corr Affidavit# <u>19</u> Exhibit PHMC 4 - Corr Affidavit# <u>20</u> Affidavit of Service and service list) (Morton, Edmon) (Entered: 01/16/2004)
01/21/2004	<u>25</u>	Notice of Service of Discovery (<i>Plaintiffs' Objections and Responses to Defendant's First Request for Production of Documents</i>) Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.). (Morton, Edmon) (Entered: 01/21/2004)
02/03/2004	<u>27</u>	Motion to Strike Defendant's Counterclaims Due to Defendant's Refusal to Participate in this Proceeding Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.). (Attachments: # <u>1</u> Exhibit A through H# <u>2</u> Exhibit I) (Morton, Edmon) (Entered: 02/03/2004)
		Transcript of February 4, 2004 Hearing
02/04/2004	<u>29</u>	Order Granting Partial Summary Judgment and Compelling Turnover of Sums Admitted To Be Owed Plaintiffs in Light of Defendant's U.K. Administrative Receivership. Order Signed on 2/4/2004 (related document(s) <u>24</u>). (VAW,) (Entered: 02/05/2004)
03/01/2004	<u>30</u>	Response to Plaintiff's Motion to Strike Defendant's Counterclaims due to Defendant's Refusal to Participate in this Proceeding (related document(s) <u>27</u>) Filed by Jaeban (U.K.) Limited (Attachments: # <u>1</u> Exhibit A# <u>2</u> Exhibit B# <u>3</u> Certificate of Service) (Sullivan, Brian) (Entered: 03/01/2004)

03/05/2004	<u>31</u>	Reply of Plaintiff in Support of Its Motion to Strike (related document(s) <u>27</u>) Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.) (Attachments: # <u>1</u> Exhibit Part 1# <u>2</u> Exhibit - Part 2# <u>3</u> Affidavit of Service and service list) (Morton, Edmon) (Entered: 03/05/2004)
		Transcript of March 10, 2004 Hearing
05/25/2004	<u>32</u>	Memorandum Opinion. (related document(s) <u>27</u>) (GB,) (Entered: 05/25/2004)
06/08/2004	<u>33</u>	Motion to Reconsider // <i>Motion for Partial Reconsideration Based on Controlling English Decisions</i> Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.). (Attachments: # <u>1</u> Exhibit - Part 1# <u>2</u> Exhibit - Part 2# <u>3</u> Affidavit of Service and service list) (Morton, Edmon) (Entered: 06/08/2004)
06/25/2004	<u>35</u>	Objection to (1) <i>BRACII's Motion for Partial Reconsideration Based on Controlling English Decisions (RE: D.I 33)</i> and (2) <i>BRACII's Motion for a Four-Day Extension of Tim to File its Motion for Reconsideration (D.I. 34)</i> (related document(s) <u>34</u> , <u>33</u>) Filed by Jaeban (U.K.) Limited (Attachments: # <u>1</u> Certificate of Service) (Sullivan, Brian) (Entered: 06/25/2004)
07/01/2004	<u>36</u>	Certification of Counsel Regarding Revised Pre-Trial Scheduling Order Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.) (Lunn, Matthew) (Entered: 07/01/2004)
07/09/2004	<u>37</u>	Reply in Support of <i>BRACII's Motions for Partial Reconsideration and a Four-Day Extension of Time</i> Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.) (Attachments: # <u>1</u> Exhibit - Part 1# <u>2</u> Exhibit Part - 2# <u>3</u> Exhibit - Part 3# <u>4</u> Affidavit of Service and service list) (Morton, Edmon) (Entered: 07/09/2004)
		Transcript of July 15, 2004 Hearing

07/16/2004	<u>39</u>	Motion to Strike <i>Jaeban UK's Answer and Affirmative Defenses and for Entry of a Default Judgment (RENEWED MOTION)</i> Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.). (Morton, Edmon) (Entered: 07/16/2004)
07/19/2004	<u>40</u>	Amended Complaint (Attachments: # <u>1</u> Exhibit A# <u>2</u> Exhibit B# <u>3</u> Exhibit C# <u>4</u> Exhibit D# <u>5</u> Affidavit of Service and service list) (Morton, Edmon) (Entered: 07/19/2004)
07/23/2004	<u>42</u>	Answer to Amended Complaint, Amended Counterclaim by Ibrahiem Jaeban against BRAC Group, Inc. (f/k/a Budget Group, Inc.) Filed by Ibrahiem Jaeban (Attachments: # <u>1</u> Exhibit A# <u>2</u> Certificate of Service)(Wilcox, Robert) (Entered: 07/23/2004)
07/30/2004	<u>43</u>	Answer to Complaint with Counterclaim // <i>Debtor's Answer and Affirmative Defenses to Amended Counterclaims of Defendant Ibrahiem Jaeban (Regarding Docket No. 42)</i> Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.) (Morton, Edmon) (Entered: 07/30/2004)
08/03/2004	<u>44</u>	Revised Pre-Trial Scheduling Order. (related document <u>36</u>). Signed on 8/2/2004. (LCN,) (Entered: 08/03/2004)
08/20/2004	<u>46</u>	Notice of Service <i>request for production of documents</i> Filed by Ibrahiem Jaeban. (Sullivan, Brian) (Entered: 08/20/2004)
08/23/2004	<u>47</u>	Motion to Extend Time <i>Deadlines in Revised Pre-trial Scheduling Order</i> Filed by Ibrahiem Jaeban. (Attachments: # <u>1</u> Proposed Form of Order # <u>2</u> Certificate of Service) (Wilcox, Robert) (Entered: 08/23/2004)
08/25/2004	<u>48</u>	Motion for Leave to <i>File a Short Further Submission in Support of Its Motion for Partial Reconsideration in Light of a Newly-Produced Document</i> Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.). (Morton, Edmon) (Entered: 08/25/2004)

08/27/2004	<u>50</u>	Motion For Sanctions // <i>BRACII's Motion for Further Sanctions and Other Relief Due to Mr. Jaeban's Multiple Failures to Comply with the Court's May 25, 2004 Order</i> Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.).. (Morton, Edmon) (Entered: 08/27/2004)
08/27/2004	<u>51</u>	Motion to Allow <i>Motion for Order Reopening Limited Discovery</i> Filed by Ibrahiem Jaeban. Objections due by 9/7/2004. (Attachments: # <u>1</u> Exhibit 1# <u>2</u> Exhibit 2# <u>3</u> Proposed Form of Order # <u>4</u> Certificate of Service) (Wilcox, Robert) (Entered: 08/27/2004)
09/03/2004	<u>52</u>	Objection to <i>(PARTIAL) to Mr. Jaeban's Motion to Extend Deadlines in Revised Pre-Trial Scheduling Order</i> Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.) (Morton, Edmon) (Entered: 09/03/2004)
09/07/2004	<u>53</u>	Objection to <i>BRAC'S Motion to File a Short Further Submission in Support of Its Motion for Partial Reconsideration in Light of a Newly-Produced Document</i> Filed by Ibrahiem Jaeban (Attachments: # <u>1</u> Exhibit 1 Part 1# <u>2</u> Exhibit 1 Part 2# <u>3</u> Certificate of Service) (Sullivan, Brian) (Entered: 09/07/2004)
09/14/2004	<u>55</u>	Memorandum Opinion - Motion to Reconsider Will be Denied, Mr. Jaeban is to submit an order under certification of counsel. (related document(s) <u>33</u>) Signed on 9/14/04. (LCN,) (Entered: 09/14/2004)
09/14/2004	<u>56</u>	Objection to <i>Mr. Jaeban's Motion for Order Reopening "Limited Discovery"</i> Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.) (Morton, Edmon) (Entered: 09/14/2004)
09/14/2004	<u>57</u>	Response to <i>BRACII's Motion for Further Sanctions and Other Relief (RE: D.I. #50)</i> Filed by Ibrahiem Jaeban (Attachments: # <u>1</u> Exhibit A# <u>2</u> Exhibit B# <u>3</u> Exhibit C# <u>4</u> Exhibit D# <u>5</u> Exhibit E# <u>6</u> Exhibit F# <u>7</u> Certificate of Service) (Sullivan, Brian) (Entered: 09/14/2004)
09/15/2004	<u>59</u>	Motion to Compel <i>and for Leave to File a Two-Item Subpoena on HSBC Bank PLC</i> Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.).. (Morton, Edmon) (Entered: 09/15/2004)

09/18/2004	<u>65</u>	Reply to <i>BRAC Group's Objection to Motion For Order Reopening Limited Discovery</i> Filed by Ibrahiem Jaeban (Attachments: # <u>1</u> Certificate of Service) (Wilcox, Robert) (Entered: 09/18/2004)
09/18/2004	<u>66</u>	Reply <i>Memorandum in Support of BRACII's Motion for Further Sanctions and Other Relief</i> (related document(s) <u>57</u> , <u>50</u>) Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.) (Morton, Edmon) (Entered: 09/18/2004)
09/20/2004	<u>68</u>	Affidavit of <i>Phillip Taylor (EXECUTED VERSION)</i> (related document(s) <u>66</u>) Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.) (Morton, Edmon) (Entered: 09/20/2004)
10/07/2004	<u>69</u>	Response to <i>BRACII's Motion to Compel and for Leave to File a Two-Item Subpoena on HSBC Bank plc</i> Filed by Ibrahiem Jaeban (Attachments: # <u>1</u> Exhibit A# <u>2</u> Exhibit B# <u>3</u> Exhibit C# <u>4</u> Certificate of Service) (Sullivan, Brian) (Entered: 10/07/2004)
10/14/2004	<u>71</u>	Reply in Support of Its Motion to Compel and for Leave to File a Two-Item Subpoena on HSBC Bank PLC (related document(s) <u>59</u>) Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.) (Morton, Edmon) (Entered: 10/14/2004)
12/16/2004	<u>73</u>	Memorandum Opinion Regarding Motion to Extend Time Deadlines in Revised Pre-Trial Scheduling Order, (II) BRACII's Motion for Further Sanctions and Other Relief, and (III) Mr. Jaeban's Motion for Order Reopening Limited Discovery (related document(s) <u>54</u>) Dated 12/14/04. (LCN,) (Entered: 12/16/2004)
01/13/2005	<u>76</u>	Order GRANTING BRACII's Motion for Further Sanctions and Other Relief and DENYING as MOOT Motion to Extend Time Deadlines in Revised Pre-Trial Scheduling Order and Mr. Jaeban's Motion for Order Reopening Limited Discovery. (related document(s) <u>47</u> , <u>50</u> , <u>51</u> , <u>73</u>) Order Signed on 1/12/2005. (LCN,) Modified text on 1/31/2005 (LCN,). (Entered: 01/13/2005)
01/19/2005	<u>77</u>	Transcript of Hearing held on September 21, 2004 before the Honorable Charles G. Case, II. Hearing held in Phoenix, Arizona. (related document(s) <u>67</u>) (BJM) (Entered: 01/19/2005)

01/24/2005	<u>78</u>	Motion to Reconsider <i>January 13, 2005 Order and Memorandum in Support Thereof (RE. DI #76)</i> Filed by Ibrahiem Jaeban. Objections due by 2/3/2005. (Attachments: # <u>1</u> Exhibit A# <u>2</u> Exhibit B# <u>3</u> Exhibit C# <u>4</u> Exhibit D# <u>5</u> Exhibit E# <u>6</u> Exhibit F# <u>7</u> Exhibit G# <u>8</u> Exhibit H) (Sullivan, Brian) (Entered: 01/24/2005)
02/04/2005	<u>80</u>	Response to / <i>Memorandum in Opposition to Mr. Jaeban's Motion for Reconsideration</i> (related document(s) <u>78</u>) Filed by BRAC Group, Inc. (f/k/a Budget Group, Inc.) (Attachments: # <u>1</u> Exhibit A# <u>2</u> Exhibit B# <u>3</u> Exhibit C# <u>4</u> Exhibit D# <u>5</u> Exhibit E# <u>6</u> Exhibit F# <u>7</u> Affidavit of Service) (Morton, Edmon) (Entered: 02/04/2005)
02/15/2005	<u>81</u>	Memorandum of Ibrahiem in Opposition to Mr. Jaeban's Motion for Reconsideration") Filed by Ibrahiem Jaeban. (Attachments: # <u>1</u> Exhibit A# <u>2</u> Exhibit B# <u>3</u> Exhibit C# <u>4</u> Certificate of Service) (Sullivan, Brian) Modified on 2/16/2005 (SDJ,). (Entered: 02/15/2005)
02/16/2005	<u>82</u>	Notice of Completion of Briefing <i>and Request for Oral Argument</i> Filed by Ibrahiem Jaeban. (Attachments: # <u>1</u> Certificate of Service)(Sullivan, Brian) (Entered: 02/16/2005)
03/09/2005	<u>83</u>	Order and Memorandum Decision Denying Motion to Reconsider Filed by Ibrahiem Jaeban Signed on 03/09/2005. (related document(s) <u>78</u>) (DKF,) (Entered: 03/09/2005)
03/17/2005	<u>84</u>	Notice of Appeal-AP#05-22. Fee Amount \$255. Filed by Jaeban (U.K.) Limited (related doc.(s), <u>73</u> , <u>76</u> , <u>83</u> Appellant Designation due by 3/27/2005. (Attachments: # <u>1</u> Certificate of Service)(Sullivan, Brian) Modified text (adding appeal #) on 3/22/2005 (SDJ,). Modified text (added related documents) on 5/2/2005 (SDJ,). (Entered: 03/17/2005)

STATEMENT OF ISSUES ON APPEAL

1. Whether the Bankruptcy Court abused its discretion in dismissing Appellee's counterclaims after finding that none of the factors set forth in *Poulis v. State Farm Fire & Cas. Co.*, 747 F.2d 863, 868 (3d Cir. 1984), weighed against dismissal of those counterclaims as a sanction for discovery misconduct.

2. Whether the District Court erred in apparently failing to review the entire record on appeal when it (a) gave no consideration to alternative or additional grounds for affirming the Bankruptcy Court and (b) precluded the Bankruptcy Court on remand from dismissing the counterclaims as a sanction for Appellee's discovery misconduct.

Dated: August 31, 2005

Respectfully submitted,

**YOUNG CONAWAY STARGATT &
TAYLOR, LLP**



Robert S. Brady (No. 2847)
Edmon L. Morton (No. 3856)
Kenneth J. Enos (No. 4544)
The Brandywine Building, 17th Floor
1000 West Street, P.O. Box 391
Wilmington, Delaware 19899
(302) 571-6600

**SIDLEY AUSTIN BROWN & WOOD
LLP**

Larry J. Nyhan
Kenneth E. Wile
Robert M. Hochman
Julie A. Gurley
Bank One Plaza
10 South Dearborn Street
Chicago, Illinois 60603
(312) 853-7000


Counsel for Plaintiff-Appellant Budget
Rent-A-Car International, Inc.

CERTIFICATE OF SERVICE

I, Edmon L. Morton, Esquire, of Young Conaway Stargatt & Taylor, LLP, hereby certify that on September 2, 2005, I caused copies of the foregoing to be served upon the parties listed on the attached service list as indicated.

Dated: September 2, 2005

Edmon L. Morton (No. 3856)



**SERVICE LIST
BRACII
9/2/2005**

Messrs. John Whitfield & Gerald Clifford Smith
Administrative Receivers of Jaeban (UK) Limited
c/o RSM Robson Rhodes LLP
7 Hill Street, Centre City Tower
Birmingham, B5 4UU UK
Federal Express (International)

Mark D. Collins, Esq.
Rebecca Booth, Esq.
Richards Layton & Finger
One Rodney Square
P.O. Box 551
Wilmington, DE 19899
(Counsel for Joint Administrators of BRAC)
(Rent-A-Car International, Inc.)
Hand Delivery

Brian A. Sullivan, Esq.
Robert D. Wilcox, Esq.
Werb & Sullivan
300 Delaware Avenue, 10th Floor
P.O. Box 25046
Wilmington, DE 19899
(Counsel for Ibrahiem Jaeban)
Hand Delivery & Electronic Mail

Steve Allen, Esq.
Mills & Reeve
78-84 Colmore Row
Birmingham B3 2AB, England
Counsel for Jaeban UK Limited
Federal Express (International) & Electronic Mail

Kenneth E. Wile, Esq.
Sidley Austin Brown & Wood
10 South Dearborn Street, BankOne Plaza
Chicago, IL 60603
(Co-counsel for BRACII)
First Class Mail & Electronic Mail

Ian Weatherall, Esq.
Wragge & Co. LLP
55 Colmore Row
Birmingham B3 2AS, England
(Counsel for Receivers of Jaeban)
Federal Express (International) & Electronic Mail